

UNITED STATES BANKRUPTCY COURT  
EASTERN DISTRICT OF VIRGINIA  
RICHMOND DIVISION

In Re:	)	Chapter 11
	)	Case No. 08-35653-KRH
CIRCUIT CITY STORES, INC., et al.,	)	Jointly Administered
	)	Judge Kevin R. Huennekens
Debtors	)	

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**ORDER GRANTING MOTION OF MDS REALTY II, LLC FOR AN ORDER: (A)  
COMPELLING DEBTORS TO IMMEDIATELY PAY ADMINISTRATIVE EXPENSES  
PURSUANT TO  
11 USC §§ 365(d)(3) AND 503(b) AND (B) GRANTING RELATED RELIEF**

This matter having come before the Court upon the Motion and supporting Memorandum of MDS Realty II, LLC (“MDS Realty”), for an Order: (A) compelling debtor Circuit City Stores, Inc. (individually, the “Debtor”), to immediately pay administrative expenses pursuant to 11 U.S.C. §§ 365(d)(3) and 503(b); and (B) granting related relief (the “Motion”) filed in the bankruptcy cases of the above-captioned Debtors and the Debtors in Possession (collectively, the “Debtors”), the Court finds that: (i) it has jurisdiction over the matters raised in the Motion pursuant to 28 U.S.C. §§ 157 and 1334; (ii) this matter is core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) proper and adequate notice of the Motion and opportunity for a hearing thereon has been given and no other or further notice is necessary; and (iv) good and sufficient cause exists for the granting of the relief requested in the Motion, after having due deliberation upon the Motion and the arguments presented at any hearing had thereupon. Therefore,

**IT IS HEREBY ORDERED, ADJUDGED, AND DECREED that:**

1. The Motion is granted.
2. Unless otherwise defined herein, each capitalized term shall have the meaning described to it in the Motion.

3. The Debtor is authorized and directed to pay MDS Realty, within two (2) business days of the entry of this Order, the administrative rent and expenses due in the total aggregate amount of \$98,289.58.

4. The Debtor shall, within two (2) business days of its receipt request from MDS Realty, reimburse MDS Realty for all of its reasonable and actual attorneys' fees and costs incurred in preparing or prosecuting this Motion.

5. The Debtor shall make all future monthly payments of administrative rent and related charges to MDS Realty in full on or before the first day of the month for which such administrative rent and related charges accrue, as required by the Lease.

6. The Court retains jurisdiction to enforce and implement the terms of this Order and to resolve any and all disputes related thereto.

Entered in Richmond, Virginia this \_\_\_\_\_ day of \_\_\_\_\_, 2009.

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UNITED STATES BANKRUPTCY JUDGE